

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION**

TASER INTERNATIONAL, INC.,
et al.

Plaintiffs,

v.

MORGAN STANLEY & CO., INC.,
et al.

Defendants.

CIVIL ACTION NUMBER:
1:10-CV-03108-JEC

**DEFENDANTS MERRILL LYNCH, PIERCE, FENNER &
SMITH INCORPORATED'S AND MERRILL LYNCH
PROFESSIONAL CLEARING CORP.'S MOTION FOR
LEAVE TO FILE DOCUMENTS UNDER SEAL
AND MEMORANDUM OF LAW IN SUPPORT THEREOF**

Pursuant to the Stipulation and Protective Order Regarding Confidential Information jointly submitted by the parties to the State Court of Fulton County, Georgia, on August 27, 2009, and approved by the State Court on April 15, 2010 (the "Protective Order"), Defendants Merrill Lynch, Pierce, Fenner & Smith Incorporated ("Merrill Lynch") and Merrill Lynch Professional Clearing Corp. ("Merrill Pro") respectfully move the Court for leave to file the following documents under seal: (i) Merrill Lynch and Merrill Pro's Opposition to Plaintiffs' Motion to Compel Production of Telephone Recordings (the "Opposition"); (ii) the

Declaration of Brad M. Elias filed in support thereof (the “Declaration”); and
(iii) Exhibit 7 to the Declaration (the “Exhibit”).

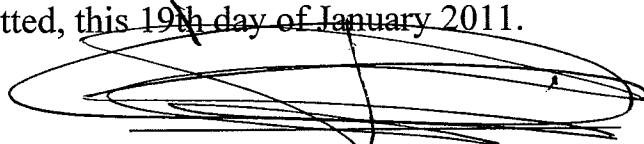
MEMORANDUM OF LAW

Plaintiffs have filed a motion to compel Merrill Lynch and Merrill Pro to produce audio recordings and transcripts relating to, among other things, a non-public regulatory investigation. In that motion, Plaintiffs revealed non-public details of the investigation (including the conduct being investigated) that they had gleaned from documents marked by Merrill Lynch as “confidential” or “highly confidential” under the Protective Order. Plaintiffs therefore filed the motion under seal to protect this confidential information.

This Court should grant Merrill Pro leave to file its Opposition, the Declaration, and the Exhibit under seal because, under the terms of the Protective Order, they contain both “non-public information concerning ongoing business activities,” “competitively-sensitive information,” and information protected by the attorney-client privilege. In particular, the Opposition and the Declaration reveal non-public details of Merrill Lynch’s business activities and non-public regulatory activity. And the Exhibit contains details of a privileged communication between Merrill Pro’s general counsel and Merrill Pro employees.

WHEREFORE, Merrill Lynch and Merrill Pro respectfully request that the Court grant them leave to file the Opposition and the Declaration under Seal.

Respectfully submitted, this 19th day of January 2011.



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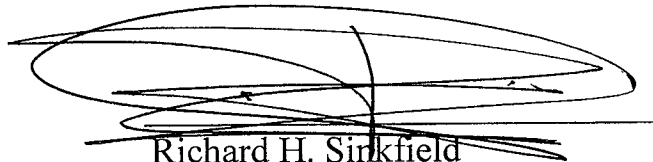
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CERTIFICATE OF COMPLIANCE WITH LOCAL RULE 5.1(B)

Pursuant to Local Rule 7.1, the undersigned counsel hereby certifies that the foregoing **DEFENDANTS MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORATED'S AND MERRILL LYNCH PROFESSIONAL CLEARING CORP.'S MOTION FOR LEAVE TO FILE DOCUMENTS UNDER SEAL AND MEMORANDUM OF LAW IN SUPPORT THEREOF** has been prepared in accordance with Local Rule 5.1(c) with 14-point Times New Roman font.

A handwritten signature in black ink, appearing to read 'Richard H. Sinkfield', is written over a horizontal line. The signature is stylized with a large loop and a vertical stroke.

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CERTIFICATE OF SERVICE

I hereby certify that on January 19, 2011, I caused a copy of the foregoing
**DEFENDANTS MERRILL LYNCH, PIERCE, FENNER & SMITH
INCORPORATED'S AND MERRILL LYNCH PROFESSIONAL
CLEARING CORP.'S MOTION FOR LEAVE TO FILE DOCUMENTS
UNDER SEAL AND MEMORANDUM OF LAW IN SUPPORT THEREOF**
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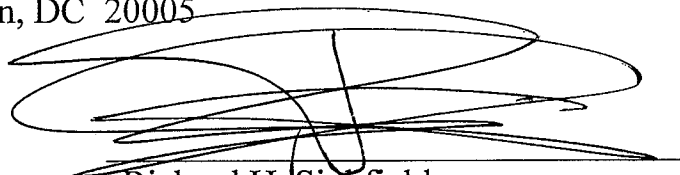
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